

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES AND EXCHANGE
COMMISSION,

v.

TERRAFORM LABS, PTE. LTD. and DO
HYEONG KWON,

Case No. 1:23-cv-01346

**DECLARATION OF DOUGLAS W. HENKIN IN SUPPORT OF DEFENDANTS’
OPPOSITION TO SEC’S MOTIONS *IN LIMINE***

Douglas W. Henkin declares, pursuant to 28 U.S.C. § 1746, as follows:

1. I am an attorney duly admitted to practice law before this Court and a partner with the law firm of Dentons U.S. LLP, counsel for Defendant Terraform Labs Pte. Ltd in the above-captioned action. I make this Declaration in support of Defendants’ Supplemental Motions *in Limine*. This declaration is based on my personal knowledge except as otherwise indicated.

2. During his deposition on October 4, 2023, Mr. Michael Brown stated that he lived in Japan. To Defendants’ best knowledge, information, and belief, Mr. Brown has resided more than 100 miles from the trial during the pendency of this litigation. Mr. Brown recently suffered a serious injury that precludes travel.

3. During his deposition on August 30, 2023, Mr. Matthew Cantieri stated that he lived in San Carlos, CA. To Defendants’ best knowledge, information, and belief, Mr. Cantieri has resided more than 100 miles from the trial during the pendency of this litigation.

4. During his deposition on September 27, 2023, Mr. William Chen stated that he lived in Pasadena, CA. To Defendants’ best knowledge, information, and belief, Mr. Chen has resided more than 100 miles from the trial during the pendency of this litigation.

5. During her deposition on October 5, 2023, Ms. Natalie Luu stated that she lived in San Mateo, CA. To Defendants' best knowledge, information, and belief, Ms. Luu has resided more than 100 miles from the trial during the pendency of this litigation.

6. During his deposition on September 7, 2023, Mr. Brian Curran stated that he lived in Hermosa Beach, CA. To Defendants' best knowledge, information, and belief, Mr. Curran has resided more than 100 miles from the trial during the pendency of this litigation.

7. Defendants subpoenaed Mr. Cantieri, Ms. Luu and Mr. Park to appear at trial.

8. Attached hereto are true and correct copies of the following documents:

Exhibit Number	Exhibit Description
A	DiSomma Deposition Exhibit 4
B	TFL_SEC_00219392 [REDACTED]
C	Kuan Deposition Transcript
D	[REDACTED]
E	SEC Trial Exhibit 68
F	Ackley Declaration
G	Defendants' Trial Exhibit 1262
H	Hendershott Supplemental Report
I	Defendants' Objections to Plaintiff's Testimony Designations and Defendants' Counter-Designations, dated March 1, 2024
J	Chen Deposition Transcript
K	SEC Trial Exhibit 257
L	SEC Trial Exhibit 370
M	SEC Trial Exhibit 371
N	SEC Trial Exhibit 375

O	SEC Trial Exhibit 377
P	SEC Trial Exhibit 640
Q	SEC's Pre-Trial Disclosures to Defendants
R	Letter from SEC Counsel in <i>SEC v. True N. Fin. Corp.</i> , No. CIV. 10-3995 (D. Minn. Sept. 4, 2013)
S	Galois Production Cover Letter
T	TFL-GAL-000418
U	Production Letter to the SEC of Galois Materials
V	30(b)(6) Deposition Notice
W	SEC Email regarding 30(b)(6) Deposition
X	Mathialagan Deposition Transcript
Y	Medium Article, Mathialagan Deposition Exhibit 10
Z	Mathialagan Deposition Exhibit 11
AA	Certified Translation of Hanju Kim Deposition Transcript
BB	Declaration of [REDACTED], Feb. 1, 2024
CC	Exhibit A to the Declaration of [REDACTED], Feb. 1, 2024
DD	Exhibit B to the Declaration of [REDACTED], Feb. 1, 2024
EE	Exhibit C to the Declaration of [REDACTED], Feb. 1, 2024
FF	[REDACTED] Deposition Transcript
GG	[REDACTED] Deposition Exhibit 15
HH	SEC Trial Exhibit 118a
II	SEC Trial Exhibit 125a (125a is the audio file, 125b transcript is included for filing)
JJ	SEC Trial Exhibit 119
KK	SEC Trial Exhibit 121

LL	SEC Trial Exhibit 122a (122a is the audio file, 122b transcript is included for filing)
MM	SEC Trial Exhibit 123a (123a is the audio file, 123b is the transcript included for filing)
NN	SEC Trial Exhibit 124a (124a is the audio file, 124b is the transcript included for filing)
OO	SEC Trial Exhibit 136
PP	SEC Trial Exhibit 155
QQ	Amani Deposition Transcript
RR	Park Deposition Transcript
SS	Cantieri Deposition Transcript
TT	October 4, 2023 Email to the SEC
UU	November 3, 2023, Email to the SEC
VV	Natalie Luu Deposition Transcript
WW	Defendants' Trial Exhibit 347

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: March 11, 2023

/s/ Douglas W. Henkin
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